

**UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

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In re)	Chapter 9
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CITY OF DETROIT, MICHIGAN)	Case No.: 13-53846
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Debtor.)	Hon. Steven W. Rhodes
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**CITY OF DETROIT’S OBJECTIONS AND RESPONSES TO EEPK,
FMS, WILMINGTON TRUST, AND FGIC’S FIRST REQUEST FOR
PRODUCTION OF DOCUMENTS IN CONNECTION WITH THE PLAN
FOR THE ADJUSTMENT OF DEBTS OF THE CITY OF DETROIT**

Pursuant to Federal Rules of Civil Procedure 26 and 34, as made applicable to this proceeding by the Federal Rules of Bankruptcy Procedure 7026, 7034, 9014, and 9016, the City of Detroit, Michigan (the “City”) hereby submits the following objections and responses to EEPK, FMS, Wilmington Trust, and FGIC’s First Request for Production of Documents to the City of Detroit in Connection With the Plan for the Adjustment of Debts of the City of Detroit (the “Document Requests”).

GENERAL OBJECTIONS

1. The City incorporates the following general objections into each of its specific responses to these Document Requests served by Hypothekbank Frankfurt AG, Hypothekbank Frankfurt International S.A., Erste Europäische Pfandbrief- und Kommunalkreditbank Aktiengesellschaft in Luxemburg S.A., FMS Wertmanagement AöR, Wilmington Trust, National Association, as Successor Contract Administrator, and Financial Guaranty Insurance Company (the “Objectors”). The assertion of the same, similar, or additional objections, or a partial response to any individual request, does not waive any of the City’s general objections.

2. The City objects to each and every one of these Document Requests, and the instructions and definitions therein, to the extent they seek to impose a burden or obligation beyond those required by the Federal Rules of Civil Procedure, the Federal Rules of Bankruptcy Procedure, the local rules of the United States Bankruptcy Court for the Eastern District of Michigan, any other applicable procedural rules, or the Fourth Amended Order Establishing Procedures, Deadlines and Hearing Dates Relating to the Debtor's Plan of Adjustment (“Scheduling Order”), or the most recently filed version of that Order. Specifically, the City objects to any request which seeks to require the disclosure of expert

materials prior to the time specified in the Scheduling Order for disclosure of experts. *See* Fourth Amended Scheduling Order, at ¶ 9 (June 10, 2014, is the deadline to file list of experts).

3. The City objects to each and every one of these Document Requests, and the instructions and definitions therein, to the extent that they seek production of documents or things that are subject to the attorney-client privilege, attorney work product doctrine, settlement or mediation privilege (*see* Dkt. 0322), the common interest doctrine and/or any other applicable privilege or immunity, or to a protective order and/or stipulation of confidentiality between the City and any third party. Further, inadvertent production of any privileged or otherwise protected documents in response to these Document Requests shall not be deemed a waiver or impairment of the City's rights or any claim of privilege or immunity.

4. The City objects to each and every one of these Document Requests, and the instructions and definitions therein, as unduly burdensome and oppressive, and not reasonably calculated to lead to the discovery of admissible evidence to the extent they require the City to provide a privilege log containing, with respect to each document withheld on a claim of privilege, a statement describing the document and the nature of the privilege. The City will not provide such a

privilege log with its productions of documents in response to these Document Requests.

5. The City objects to each and every one of these Document Requests, and the instructions and definitions therein, as unduly burdensome and oppressive, and not reasonably calculated to lead to the discovery of admissible evidence to the extent they require the City to provide a log containing, with respect to each document that has been destroyed, lost, mislaid, or is otherwise missing, a statement describing the document and information regarding the circumstances under which it was destroyed, lost, mislaid, or otherwise missing. The City will not provide such a log with its productions of documents in response to these Document Requests.

6. The City objects to each and every one of these Document Requests, and the instructions and definitions therein, to the extent they seek information that is confidential or proprietary business information, trade secrets, other proprietary information, intellectual property, and/or commercially sensitive information of a third party to whom the City owes a legal obligation of non-disclosure. Such information will only be provided pursuant to a court-entered protective order and with the consent of the operative third parties.

7. The City objects to each and every one of these Document Requests, and the instructions and definitions therein, to the extent they request information protected from discovery by any right to privacy or any other applicable privilege, including the right to privacy of third parties, or by the City's obligations under applicable law to protect such confidential information.

8. The City's production of documents will include materials that contain third party personally identifiable information (as that term is defined in the Protective Order (Dkt. 0688)). Pursuant to the terms and conditions set forth in the Protective Order, the City reserves the right to redact such personally identifiable information from any documents that may be produced in response to these Document Requests.

9. The City objects to each and every one of these Document Requests, and the instructions and definitions therein, to the extent they seek discovery of electronic information that is not reasonably accessible, on the grounds of undue burden and cost. By stating that it will produce or make available information responsive to a particular Document Request, the City represents that it will produce responsive, non-privileged information subject to reasonable limitations on the scope of the search, review, and production of such information due to the cost and burden of production.

10. The City objects to each and every one of these Document Requests, and the instructions and definitions therein, as unduly burdensome and oppressive to the extent they purport to require the City to search facilities and inquire of its officers, employees, representatives, attorneys, advisors and/or agents other than those facilities and officers, employees, representatives, attorneys, advisors and/or agents reasonably expected to have responsive, non-privilege documents. Accordingly, the City's responses to these Document Requests are based upon (1) a reasonable search, given the time permitted to respond to these Document Requests, of facilities and files reasonably expected to possess responsive, non-privilege documents and (2) inquiries of the City's officers, employees, representatives, attorneys, advisors and/or agents who could reasonably be expected to possess responsive, non-privilege documents. To that end, the City will not produce documents from the City's attorneys – namely, Jones Day, Pepper Hamilton LLP and Miller, Canfield, Paddock, and Stone, P.L.C, unless it indicates otherwise in connection with a specific request.

11. The City objects to each and every one of these Document Requests, and the instructions and definitions therein, to the extent they seek disclosure of information not within the City's possession, custody, or control.

12. The City objects to each and every one of these Document Requests, and the instructions and definitions therein, to the extent they seek information that is neither relevant to the subject matter of this action nor reasonably calculated to lead to the discovery of admissible evidence.

13. The City objects to each and every one of these Document Requests, and the instructions and definitions therein, to the extent that any term, phrase or word used therein is vague and ambiguous, subject to varying interpretation, requires subjective knowledge by any other party other than the City, or involves issues of law subject to resolution by the court. The City will respond to each and every Document Request to the extent possible, based on the most objectively reasonable interpretation of each such term, phrase or word in the Document Request. To that end, any terms not otherwise defined by these Document Requests, and the instructions and definitions therein, will be given the definitions reflected in the most recently filed version of the City's Chapter 9 Plan for the Adjustment of Debts of the City of Detroit (the "Plan") and the most recently filed version of the City's Disclosure Statement With Respect to Chapter 9 Plan for the Adjustment of Debts of the City of Detroit (the "Disclosure Statement"). In addition, for the purposes of its responses to these Document Requests, the City

will define the terms “Plan,” “Disclosure Statement,” and “Scheduling Order” to mean the most recently filed versions of those documents.

14. The City objects to each and every one of the Objector’s definitions and requests to the extent they are or purport to be so comprehensive as to be impossible or unduly burdensome and expensive to comply with literally. Many definitions and requests are overly broad, vague, unduly burdensome, and do not describe the requested documents with reasonable particularity. The City also objects to each and every one of these Document Requests, and the instructions and definitions therein, as overbroad, unduly burdensome, not relevant and not reasonably calculated to lead to the discovery of admissible evidence to the extent that they call for production of “all” documents relating to an individual topic or subject area. Specifically, the City objects to the phrase “all” as it is used throughout these Document Requests to the extent that it requires the City to search for and review millions of pages of documents, many of which will have no relevance to this litigation, in order to identify each and every document that may possibly be responsive to a request.

15. The City objects to each and every one of these Document Requests to the extent that they either do not specify a responsive time period or specify a time period that is not relevant to the Objector’s claims or defenses as overly broad,

unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. Accordingly, unless otherwise indicated, the City's responses to these Document Requests are limited to the time period of January 1, 2013 through the date of the City's response to these Document Requests.

16. The City objects to the definition of "City," "you" and "your" insofar as they purport to include "the City of Detroit, Michigan, the Emergency Manager, the Office of the Emergency Manager, the City Council and the Mayor, as well as any past or present divisions, departments, officials, trustees, agents, affiliates, employees, attorneys, advisors, professionals, representatives and advisors of the foregoing, and all other persons acting or purporting to act on their behalf" because such an expansive definition is overly broad, unduly burdensome, and potentially calls for the production of documents that are not within the possession, custody, or control of the City, or its advisors, Ernst & Young, Conway MacKenzie, and Miller Buckfire.

17. The City objects to each and every one of these Document Requests, and the instructions and definitions therein, to the extent that the information sought is unreasonably cumulative or duplicative, or is obtainable from some other source that is more convenient, less burdensome, or less expensive. Specifically, the City objects to each and every one of these Document Requests, and the

instructions and definitions therein, to the extent the information sought is equally available to the Objectors, including information and documents that are publicly available and/or already in the Objector's possession, as providing such information would be unduly burdensome.

18. The City objects to each and every one of these Document Requests, and the instructions and definitions therein, insofar as they constitute interrogatories that Plaintiffs have drafted in the form of document requests in an effort to avoid the 25-interrogatory limit under Federal Rule of Civil Procedure 33, as made applicable to this proceeding by the Federal Rules of Bankruptcy Procedure 7026, 7033, 9014, and 9016. The City further objects to each and every one of these Document Requests, and the instructions and definitions therein, to the extent that any of the requests, definitions, or instructions purport to require the City to create documents in order to respond to any particular request.

19. The City's general and specific objections are made based on its understanding and interpretation of each Document Request. The City reserves the right to supplement its objections should the Objectors subsequently put forth an interpretation of any Document Request differing from the City's interpretation of the same language. The City reserves the right to object on any ground at any time

to other discovery requests Objectors may propound involving or relating to the same subject matter of these Document Requests.

20. By responding to these Document Requests, the City is not implicitly or explicitly agreeing with or otherwise adopting the Objector's characterizations or definitions contained therein, or admitting or conceding that the information sought is likely to lead to the discovery of admissible evidence. Except for any facts explicitly admitted in the City's objections or responses, no admission of any nature whatsoever is to be implied by or inferred from any statement anywhere in this document.

21. The City reserves the right to supplement these objections and responses and to assert additional objections to these Document Requests and the production of documents as necessary.

Each of these General Objections is incorporated by reference into each of the objections set forth below and each response set forth below is made without waiving any of these General Objections.

REQUESTS FOR PRODUCTION

A. General

1. All Documents described, referenced, or relied upon by you in your RESPONSE to EEPK, FMS, Wilmington Trust, and FGIC's First Set of Interrogatories to the City.

OBJECTIONS AND RESPONSE TO REQUEST NO. 1:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

2. All Documents that the City has produced (or in the future produces) to any creditor or party in interest other than EEPK, FMS, Wilmington Trust, and FGIC in response to a discovery request propounded in connection with the Plan by such other creditor or party in interest, including:

- a. Official Committee of Retiree's First Set of Requests to the Debtor for the Production of Documents dated April 10, 2014 [D.I. 3941];
- b. Water and Sewer Trustee and Ad Hoc Bondholder Committee's Second Request for Production of Documents to Debtor dated April 8, 2014 [D.I. 3916];
- c. Water and Sewer Trustee and Ad Hoc Bondholder Committee's First Request for Production of Documents to Debtor dated April 3, 2014 [D.I. 3766];

- d. Syncora Capital Assurance Inc. and Syncora Guarantee Inc.'s First Request for the Production of Documents to the City of Detroit dated March 28, 2014 [D.I. 3314]; and
- e. Ambac Assurance Corporation's First Request for Documents to the Debtor dated March 18, 2014 [D.I. 3057].

OBJECTIONS AND RESPONSE TO REQUEST NO. 2:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

3. All Documents that you intend to introduce into evidence at the confirmation hearing or at any other hearing related or ancillary to confirmation of the Plan.

OBJECTIONS AND RESPONSE TO REQUEST NO. 3:

Subject to and without waiving the general objections noted above, the City responds that it will provide the requested information in accordance with the Final Pretrial Order.

4. All Documents and all drafts of Documents referenced as exhibits to the Disclosure Statement or the Plan.

OBJECTIONS AND RESPONSE TO REQUEST NO. 4:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

5. All Documents and all drafts of Documents that are to be included in any Plan Supplement.

OBJECTIONS AND RESPONSE TO REQUEST NO. 5:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

B. General Communications With Elected Officials

6. All Documents evidencing Communications from January 1, 2013, to present, by, between, or among the City and any elected official of the State of Michigan or any representative or staff of any elected official of the State of Michigan, concerning any of the following: (a) the Disclosure Statement, the Plan, or the Plan Supplement, (b) the Collection or the DIA Settlement, (c) the City Owned Real Property or Blight Initiative, (d) the DWSD or any transaction related thereto, (e) improving the collection of Accounts Receivable, (f) the City Owned Parking Facilities, (g) the Pension Claims, the OPEB Claims, or the State Contribution Agreement, (h) the Plan COP Settlement, (i) the potential or estimated recoveries of each Class of Unsecured Claims; (j) operational improvements made or that could be made by the City, or (k) the Exit Facility.

OBJECTIONS AND RESPONSE TO REQUEST NO. 6:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

C. Factual and Expert Witness Documents

7. All Documents concerning compensation to be paid to each witness the City expects or intends to call to testify as an expert in connection with Plan confirmation, including, without limitation, Documents evidencing Communication between the City and such witness concerning such compensation.

OBJECTIONS AND RESPONSE TO REQUEST NO. 7:

Subject to and without waiving the general objections noted above, the City responds that Experts will be identified and expert reliance materials and disclosures will be produced in accordance with the Scheduling Order and as required under the Federal Rules of Bankruptcy Procedure.

8. All Documents concerning facts or data supplied by the City to any witness the City expects or intends to call to testify as an expert in connection with Plan confirmation and upon which the expert relied in forming the opinions to be expressed, including, without limitation, Documents evidencing Communication between the City and such witness concerning facts or data so supplied.

OBJECTIONS AND RESPONSE TO REQUEST NO. 8:

Subject to and without waiving the general objections noted above, the City responds that Experts will be identified and expert reliance materials and disclosures will be produced in accordance with the Scheduling Order and as required under the Federal Rules of Bankruptcy Procedure.

9. All Documents concerning Communications between the City and any witness the City expects or intends to call to testify as an expert in connection with Plan confirmation concerning assumptions provided to any witness the City expects or intends to call to testify as an expert and upon which assumptions such witness relied in forming the opinions to be expressed.

OBJECTIONS AND RESPONSE TO REQUEST NO. 9:

Subject to and without waiving the general objections noted above, the City responds that Experts will be identified and expert reliance materials and disclosures will be produced in accordance with the Scheduling Order and as required under the Federal Rules of Bankruptcy Procedure.

10. All Documents that have been provided to, reviewed by, or prepared by or for any expert witness the City expects or intends to call to testify in connection with confirmation of the Plan.

OBJECTIONS AND RESPONSE TO REQUEST NO. 10:

Subject to and without waiving the general objections noted above, the City responds that Experts will be identified and expert reliance materials and disclosures will be produced in accordance with the Scheduling Order and as required under the Federal Rules of Bankruptcy Procedure.

11. All Documents concerning compensation to be paid to each witness appointed by the Court pursuant to the Expert Order to testify as an expert in connection with Plan confirmation, including, without limitation, Documents evidencing Communication between the City and such witness concerning such compensation.

OBJECTIONS AND RESPONSE TO REQUEST NO. 11:

Subject to and without waiving the general objections noted above, the City responds that Experts will be identified and expert reliance materials and disclosures will be produced in accordance with the Scheduling Order and as required under the Federal Rules of Bankruptcy Procedure.

12. All Documents concerning facts or data supplied by the City to any witness appointed by the Court pursuant to the Expert Order to testify as an expert in connection with Plan confirmation.

OBJECTIONS AND RESPONSE TO REQUEST NO. 12:

Subject to and without waiving the general objections noted above, the City responds that Experts will be identified and expert reliance materials and

disclosures will be produced in accordance with the Scheduling Order and as required under the Federal Rules of Bankruptcy Procedure.

13. All Documents concerning Communications between the City and any witness appointed by the Court pursuant to the Expert Order to testify as an expert in connection with Plan confirmation concerning assumptions provided to any such witness.

OBJECTIONS AND RESPONSE TO REQUEST NO. 13:

Subject to and without waiving the general objections noted above, the City responds that Experts will be identified and expert reliance materials and disclosures will be produced in accordance with the Scheduling Order and as required under the Federal Rules of Bankruptcy Procedure.

14. All Documents that have been provided to, reviewed by, or prepared by or for any expert witness appointed by the Court pursuant to the Expert Order.

OBJECTIONS AND RESPONSE TO REQUEST NO. 14:

Subject to and without waiving the general objections noted above, the City responds that Experts will be identified and expert reliance materials and disclosures will be produced in accordance with the Scheduling Order and as required under the Federal Rules of Bankruptcy Procedure.

15. The current resume or curriculum vitae for each person the City expects or intends to call to testify as an expert in connection with Plan confirmation.

OBJECTIONS AND RESPONSE TO REQUEST NO. 15:

Subject to and without waiving the general objections noted above, the City responds that Experts will be identified and expert reliance materials and disclosures will be produced in accordance with the Scheduling Order and as required under the Federal Rules of Bankruptcy Procedure.

16. The current resume or curriculum vitae for each person the City expects or intends to call as a fact witness in connection with Plan confirmation.

OBJECTIONS AND RESPONSE TO REQUEST NO. 16:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

17. All Documents concerning Communications between the City and any fact witness that may testify on behalf of the City at the Plan confirmation hearing.

OBJECTIONS AND RESPONSE TO REQUEST NO. 17:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

D. General Elements of Plan Confirmation

18. All Documents and Communications concerning the City's ability to satisfy its burden under section 1129(a) of the Bankruptcy Code, as incorporated into chapter 9 of the Bankruptcy Code.

OBJECTIONS AND RESPONSE TO REQUEST NO. 18:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

19. All Documents and Communications concerning the City's ability to satisfy its burden that the Plan is "fair and equitable" and does not "discriminate unfairly" under section 1129(b) of the Bankruptcy Code, as incorporated into chapter 9 of the Bankruptcy Code.

OBJECTIONS AND RESPONSE TO REQUEST NO. 19:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

20. All Documents and Communications concerning the City's ability to satisfy its burden under section 943(b) of the Bankruptcy Code.

OBJECTIONS AND RESPONSE TO REQUEST NO. 20:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

21. All Documents and Communications concerning the City's justification for treating GRS Pension Claims and PFRS Pension Claims differently than other Unsecured Claims.

OBJECTIONS AND RESPONSE TO REQUEST NO. 21:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

22. All Documents and Communications concerning the City's ability to satisfy its burden that the Plan is in the "best interest of creditors" within the meaning of section 943(b)(7) of the Bankruptcy Code.

OBJECTIONS AND RESPONSE TO REQUEST NO. 22:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

23. All Documents and Communications concerning the City's ability to satisfy its burden that the Plan is feasible within the meaning of section 943(b)(7) of the Bankruptcy Code.

OBJECTIONS AND RESPONSE TO REQUEST NO. 23:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

24. All Documents and Communications concerning whether the City is prohibited by law from taking any action necessary to carry out the Plan within the meaning of section 943(b)(4) of the Bankruptcy Code.

OBJECTIONS AND RESPONSE TO REQUEST NO. 24:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

25. All Documents and Communications regarding the City's potential sources of recovery for creditors.

OBJECTIONS AND RESPONSE TO REQUEST NO. 25:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

E. Assets and Settlements

26. All Documents and Communications concerning which assets of the City are necessary for essential government services.

OBJECTIONS AND RESPONSE TO REQUEST NO. 26:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

2. Detroit Institute of Arts

27. All Documents and Communications concerning those works of art in the Collection that may have been given an estimated value (or range of values) by the City or DIA Corp., for insurance purposes or otherwise, of \$1 million or more.

OBJECTIONS AND RESPONSE TO REQUEST NO. 27:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it, and refers Objectors to the documents the DIA Corp. has agreed to produce and/or make available for inspection and copying.

28. All Documents concerning information pertaining to the Collection, including, without limitation, artist, medium, accession date, credit and provenance.

OBJECTIONS AND RESPONSE TO REQUEST NO. 28:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

29. All Documents and Communications evidencing the conveyance(s) of the assets of the DMA to the City, pursuant to Michigan Public Act 67 of 1919 and section 7(c) of the Detroit City Charter of 1918, including, without limitation, all contracts, deeds, City Council minutes, and Art Commission records effecting, authorizing, ratifying, and/or describing such conveyance(s).

OBJECTIONS AND RESPONSE TO REQUEST NO. 29:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

30. All Documents and Communications concerning the City's ownership interest in, and any restrictions on the transfer of, the Collection or any part of the Collection, including, without limitation, the part of the Collection that has not been appraised by Christie's.

OBJECTIONS AND RESPONSE TO REQUEST NO. 30:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it, and refers Objectors to the documents the DIA Corp. has agreed to produce and/or make available for inspection and copying.

31. All Documents and Communications concerning any restrictions placed by donor(s) on the Founder's Society, the DIA Corp., the City or the Museum with respect to the use, display, reproduction, sale, transfer, or disposition of the Major Works that became part of the Collection as the result of a donation, gift, or bequest.

OBJECTIONS AND RESPONSE TO REQUEST NO. 31:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it, and refers Objectors to the documents the DIA Corp. has agreed to produce and/or make available for inspection and copying.

32. All Documents and Communications concerning restrictions placed by the Founder's Society or the DIA Corp. on the City or the Museum with respect to each of the Major Works transferred to the City or the Museum by either the Founder's Society or the Museum.

OBJECTIONS AND RESPONSE TO REQUEST NO. 32:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it, and refers Objectors to the documents the DIA Corp. has agreed to produce and/or make available for inspection and copying.

33. The “bill of sale for all of the art collection of the Detroit Museum of Arts” that is described in the Report by Councilman Nagel at 1783, *Journal of the Common Council*, 18 November 1919, and which the Controller for the City of Detroit “filed . . . for record,” as described in the Report by the Controller at 1885, *Journal of the Common Council*, 16 December 1919.

OBJECTIONS AND RESPONSE TO REQUEST NO. 33:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

34. The Minutes from the Detroit Museum of Art’s Board of Trustees meeting, dated September 12, 1919.

OBJECTIONS AND RESPONSE TO REQUEST NO. 34:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

35. All Documents and Communications concerning the DIA Settlement.

OBJECTIONS AND RESPONSE TO REQUEST NO. 35:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

36. All Documents and Communications concerning (a) the potential monetization of the artwork held at the DIA other than pursuant to the DIA Settlement (including, without limitation, offers to purchase or finance or lease or expressions of interest in purchasing or financing or leasing the artwork), (b) the potential or estimated revenue from such monetization, and (c) the reasons why such monetization has not been pursued by the City.

OBJECTIONS AND RESPONSE TO REQUEST NO. 36:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it, and refers Objectors to the documents the DIA Corp. has agreed to produce and/or make available for inspection and copying.

37. All Documents and Communications concerning the status of the DIA Settlement, including, without limitation, the status of (a) the Foundations' commitments, (b) the commitment by DIA Corp., (c) the City's efforts to obtain all necessary approvals, and (d) efforts to satisfy all conditions precedent to the Foundations' commitments, including the affirmation by County authorities of certain existing funding obligations with respect to DIA Corp and the approval of the DIA Settlement by the Attorney General for the State.

OBJECTIONS AND RESPONSE TO REQUEST NO. 37:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

38. All Documents and Communications concerning the risks associated with the execution of effectiveness of the DIA Settlement.

OBJECTIONS AND RESPONSE TO REQUEST NO. 38:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

39. All Documents and Communications concerning the claims and issues to be resolved pursuant to the DIA Settlement.

OBJECTIONS AND RESPONSE TO REQUEST NO. 39:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

40. All Documents and Communications concerning the strengths and weaknesses of the issues to be resolved pursuant to the DIA Settlement.

OBJECTIONS AND RESPONSE TO REQUEST NO. 40:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it

41. All Documents and Communications concerning the City's assessment of why the DIA Settlement is reasonable.

OBJECTIONS AND RESPONSE TO REQUEST NO. 41:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

42. All Documents and Communications concerning the projected recoveries for each Class of Unsecured Claims, assuming the DIA Settlement does not become effective.

OBJECTIONS AND RESPONSE TO REQUEST NO. 42:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

43. All Documents and Communications concerning the treatment of the Collection if the DIA Settlement is not consummated.

OBJECTIONS AND RESPONSE TO REQUEST NO. 43:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

44. All Documents and Communications concerning the present value of the DIA Settlement Proceeds.

OBJECTIONS AND RESPONSE TO REQUEST NO. 44:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

45. The 1997 Operating Agreement.

OBJECTIONS AND RESPONSE TO REQUEST NO. 45:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

46. All Documents and Communications concerning the operational relationship between the City and DIA Corp. concerning the Museum or the Collection.

OBJECTIONS AND RESPONSE TO REQUEST NO. 46:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

47. All Documents and Communications concerning the operational relationship between the City and the Founder's Society concerning the Museum or the Collection.

OBJECTIONS AND RESPONSE TO REQUEST NO. 47:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

48. The annually prepared financial statements, whether audited or unaudited, for the DIA Corp.

OBJECTIONS AND RESPONSE TO REQUEST NO. 48:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

49. The Collections Management Policy.

OBJECTIONS AND RESPONSE TO REQUEST NO. 49:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it, and refers Objectors to the documents the DIA Corp. has agreed to produce and/or make available for inspection and copying, including the Collections Management Policy.

50. Each and every City, federal and state tax return filed by DIA Corp. from 1997 to present.

OBJECTIONS AND RESPONSE TO REQUEST NO. 50:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it, and refers Objectors to the documents the DIA Corp. has agreed to produce and/or make available for inspection and copying.

51. All inventories compiled and/or received by the City's Arts Commission, including any inventories compiled pursuant to section F(2)(4) of the 1997 Operating Agreement.

OBJECTIONS AND RESPONSE TO REQUEST NO. 51:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

52. All Documents concerning the Collection constituting part of each and every tax return filed by the City.

OBJECTIONS AND RESPONSE TO REQUEST NO. 52:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

53. All Documents and Communications concerning the value of the Collection or any part thereof, including the following:

- a. any and all insurance policies (including documentation of applicable coverage limits) currently held by the City, DMA, or DIA Corp. in connection the Collection (or any part thereof), including, without limitation, any and all insurance policies obtained by DIA Corp. pursuant to sections F(15)(a) and (b) of the 1997 Operating Agreement; and
- b. all Documents and Communications concerning work performed on behalf of the City or DIA Corp. by Christie's, including the basis for the scope of Christie's appraisal of the Collection.

OBJECTIONS AND RESPONSE TO REQUEST NO. 53:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

54. All Documents and Communications concerning the registration of any object or work of art in the Collection as being held in charitable trust.

OBJECTIONS AND RESPONSE TO REQUEST NO. 54:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

55. All Documents and Communications evidencing the DIA Settlement, including, without limitation, the documents to be attached to the Plan as Exhibit I.A.80.

OBJECTIONS AND RESPONSE TO REQUEST NO. 55:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

56. All Documents and Communications concerning restrictions or limitations on the use, display, reproduction, sale, transfer, or disposition of each and every of object or work that is a part of the Collection as the result of a donation, gift, bequest, or otherwise, including, without limitation, restrictions or limitations on the use or disposition of each object or work that is part of the Collection imposed by the donor(s) or that otherwise exist.

OBJECTIONS AND RESPONSE TO REQUEST NO. 56:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it, and refers Objectors to the documents the DIA Corp. has agreed to produce and/or make available for inspection and copying.

57. All Documents concerning Communications between the City and anyone in the Michigan Attorney General's office concerning the Collection, the DIA Settlement, the Foundation Commitments, or the State Contribution.

OBJECTIONS AND RESPONSE TO REQUEST NO. 57:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

58. All Documents and Communications concerning any valuation of the Museum Assets listed on Exhibit A to Exhibit I.A.79 of the Plan.

OBJECTIONS AND RESPONSE TO REQUEST NO. 58:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

59. All Documents and Communications concerning audience, participation and/or visitor logs or surveys relating to the DIA.

OBJECTIONS AND RESPONSE TO REQUEST NO. 59:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

60. All Documents and Communications concerning attendance at the DIA.

OBJECTIONS AND RESPONSE TO REQUEST NO. 60:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

61. All Documents and Communications concerning membership of the DIA Corp.

OBJECTIONS AND RESPONSE TO REQUEST NO. 61:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

62. All insurance policies relating to the Collection from 1997 to present.

OBJECTIONS AND RESPONSE TO REQUEST NO. 62:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

3. State Contribution Agreement

63. All Documents and Communications concerning the State Contribution Agreement.

OBJECTIONS AND RESPONSE TO REQUEST NO. 63:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

64. All Documents and Communications concerning the State Settlement Benefit Amount.

OBJECTIONS AND RESPONSE TO REQUEST NO. 64:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

65. All Documents and Communications concerning any approvals by any branch of the government of the State of Michigan required for the State Contribution Agreement to become effective, including the status of and any risks associated with obtaining such approvals.

OBJECTIONS AND RESPONSE TO REQUEST NO. 65:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

66. All Documents and Communications concerning the status of, and any risks associated with, the fulfillment of any of the conditions to effectiveness of the State Contribution Agreement.

OBJECTIONS AND RESPONSE TO REQUEST NO. 66:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

67. All Documents and Communications concerning the estimated percentage recoveries to each Class of Unsecured Claims, assuming the State Contribution Agreement does not become effective and/or the full amount of the State Contribution is not received.

OBJECTIONS AND RESPONSE TO REQUEST NO. 67:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

68. All Documents and Communications concerning the present value of the State Contribution Amount.

OBJECTIONS AND RESPONSE TO REQUEST NO. 68:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

69. All Documents and Communications concerning the claims against the State and State Related Entities that will be released pursuant to Section III.D.7.b of the Plan if the State Contribution Agreement is consummated.

OBJECTIONS AND RESPONSE TO REQUEST NO. 69:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

4. Accounts Receivable

70. All Documents and Communications concerning the Accounts Receivable, including, without limitation, (a) the category, (b) nature, (c) the amount of such accounts receivable, and (d) the collectability of such accounts receivable.

OBJECTIONS AND RESPONSE TO REQUEST NO. 70:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

71. All Documents and Communications concerning the status of the City's efforts to improve collection on the Accounts Receivable.

OBJECTIONS AND RESPONSE TO REQUEST NO. 71:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

72. All Documents and Communications concerning any contracts between the City and all collection agencies concerning the collection of Accounts Receivable.

OBJECTIONS AND RESPONSE TO REQUEST NO. 72:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

73. All Documents and Communications concerning the value or collectability of the Accounts Receivable.

OBJECTIONS AND RESPONSE TO REQUEST NO. 73:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

5. DWSD

74. All Documents and Communications concerning the DWSD Transaction, the GWLA, or any potential privatization of all or part of the DWSD.

OBJECTIONS AND RESPONSE TO REQUEST NO. 74:

The City objects to this document request as overbroad insofar as it seeks documents relating to the GLWA or the DWSD Transaction, or related bonds or financing, as neither of them is currently contemplated by the Plan or Disclosure Statement. Accordingly, the request is not reasonably calculated to lead to the discovery of admissible evidence. On the basis of this objection, the City will not produce documents related to the GLWA or DWSD Transaction. However, subject to and without waiving this objection, and its general objections above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

75. All Documents evidencing Communications concerning the DWSD Transaction, the GWLA, or any potential privatization of all or part of the DWSD including, without limitation, communications between the City and (i) any representative of Wayne, Oakland, or Macomb counties, or (ii) any person solicited to provide proposals and/or bids to the City.

OBJECTIONS AND RESPONSE TO REQUEST NO. 75:

The City objects to this document request as overbroad insofar as it seeks documents relating to the GLWA or the DWSD Transaction, or related bonds or financing, as neither of them is currently contemplated by the Plan or Disclosure Statement. Accordingly, the request is not reasonably calculated to lead to the discovery of admissible evidence. On the basis of this objection, the City will not produce documents related to the GLWA or DWSD Transaction. However, subject to and without waiving this objection, and its general objections above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

76. All Documents and Communications concerning all proposals and analyses related to restructuring DWSD, including, without limitation, costs of such restructuring and the actual or projected resulting savings or value to be realized by the City from such restructuring.

OBJECTIONS AND RESPONSE TO REQUEST NO. 76:

The City objects to this document request as overbroad insofar as it seeks documents relating to the GLWA or the DWSD Transaction, or related bonds or financing, as neither of them is currently contemplated by the Plan or Disclosure Statement. Accordingly, the request is not reasonably calculated to lead to the

discovery of admissible evidence. On the basis of this objection, the City will not produce documents related to the GLWA or DWSD Transaction. However, subject to and without waiving this objection, and its general objections above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

77. The feasibility report, together with any exhibits and other documents attached thereto, prepared by the Foster Group relating to the DWSD.

OBJECTIONS AND RESPONSE TO REQUEST NO. 77:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

78. The Conway MacKenzie Business Plan, together with any exhibits or other documents attached thereto.

OBJECTIONS AND RESPONSE TO REQUEST NO. 78:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

79. The OHM Advisors Capital Plan, together with any exhibits or other documents attached thereto.

OBJECTIONS AND RESPONSE TO REQUEST NO. 79:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

80. All system assessments, projections, and/or capital plans prepared by third parties (other than the Conway MacKenzie Business Plan, OHM Advisors Capital Plan, and the Foster Group Feasibility Report) concerning the DWSD.

OBJECTIONS AND RESPONSE TO REQUEST NO. 80:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

81. All Documents and Communications concerning a rate agreement between the City and the DWSD.

OBJECTIONS AND RESPONSE TO REQUEST NO. 81:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

82. All Documents and Communications concerning the operational structure of the DWSD, including, without limitation, all documents concerning the management, corporate governance, and/or outsourcing proposals for the DWSD.

OBJECTIONS AND RESPONSE TO REQUEST NO. 82:

The City objects to this document request as overbroad insofar as it seeks documents relating to the GLWA or the DWSD Transaction, or related bonds or financing, as neither of them is currently contemplated by the Plan or Disclosure Statement. Accordingly, the request is not reasonably calculated to lead to the discovery of admissible evidence. On the basis of this objection, the City will not produce documents related to the GLWA or DWSD Transaction. The City also objects to this document request to the extent it requires the production of documents containing commercially sensitive information, and will not produce such documents. However, subject to and without waiving this objection, and its general objections above, the City responds that it will produce non-privileged

documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

83. All Documents and Communications concerning the authority and ability of the DWSD to prefund its allocable share of the GRS UAAL to the GRS.

OBJECTIONS AND RESPONSE TO REQUEST NO. 83:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

84. All Documents and Communications concerning any necessary approvals for the DWSD to prefund its allocable share of the GRS UAAL to the GRS.

OBJECTIONS AND RESPONSE TO REQUEST NO. 84:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

85. All Documents and Communications concerning the estimated percentage recoveries for each Class of Unsecured Claims, assuming no amounts are received on an accelerated basis from DWSD for its portion of the GRS UAAL.

OBJECTIONS AND RESPONSE TO REQUEST NO. 85:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

86. All Documents and Communications concerning accounts receivable owed to the DWSD, including, without limitation, (a) the category, (b) nature, (c) the amount of such accounts receivable, and (d) the collectability of such accounts receivable.

OBJECTIONS AND RESPONSE TO REQUEST NO. 86:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

87. All Documents and Communications concerning any contracts between the DWSD and collection agencies concerning the collection of accounts receivable owed to DWSD.

OBJECTIONS AND RESPONSE TO REQUEST NO. 87:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

88. All documents concerning the value or collectability of the accounts receivable owed to DWSD.

OBJECTIONS AND RESPONSE TO REQUEST NO. 88:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

6. City-Owned Land and Blight Initiative

89. All Documents and Communications concerning the City's efforts to enter into a transaction or series of transactions to monetize the City-owned land referenced in section III.A.5(b) of the Disclosure Statement.

OBJECTIONS AND RESPONSE TO REQUEST NO. 89:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

90. All Documents and Communications concerning the City's strategy for treating the City-owned land referenced in section VII.A.5(b) of the Disclosure Statement, including with respect to any proceeds thereof.

OBJECTIONS AND RESPONSE TO REQUEST NO. 90:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

91. All Documents and Communications prepared by Ernst & Young LLP concerning the City-owned land referenced in section VII.A.5(b) of the Disclosure Statement.

OBJECTIONS AND RESPONSE TO REQUEST NO. 91:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

92. All Documents and Communications concerning the value of the City-owned land.

OBJECTIONS AND RESPONSE TO REQUEST NO. 92:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

93. All Documents and Communications from January 1, 2013, concerning the City's efforts and/or strategy for removing blight.

OBJECTIONS AND RESPONSE TO REQUEST NO. 93:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

94. The budget for the Blight Initiative.

OBJECTIONS AND RESPONSE TO REQUEST NO. 94:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

95. All Documents and Communications concerning potential funding sources for the Blight Initiative.

OBJECTIONS AND RESPONSE TO REQUEST NO. 95:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

96. All Documents and Communications analyzing the potential impact, if any, of the Blight Initiative upon the City and its revitalization efforts.

OBJECTIONS AND RESPONSE TO REQUEST NO. 96:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

97. All Documents and Communications analyzing alternatives to the Blight Initiative.

OBJECTIONS AND RESPONSE TO REQUEST NO. 97:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

7. Parking

98. All Documents and Communications concerning all reports, including drafts, being prepared by any parking specialist on behalf of the City, as referenced on page 71, section VII.A.3.b.(iii) in the Disclosure Statement.

OBJECTIONS AND RESPONSE TO REQUEST NO. 98:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

99. All Documents and Communications concerning the City's efforts to enter into a transaction or series of transactions to monetize the City-owned parking facilities.

OBJECTIONS AND RESPONSE TO REQUEST NO. 99:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

8. Miscellaneous City-Owned Property

100. All Documents and Communications concerning the valuation and/or monetization of City-owned assets valued at or more than \$1 million, including, without limitation, (a) artwork owned or held in the DIA, (b) Detroit-Windsor

Tunnel, (c) the Veterans' Memorial Building, (d) City-owned parking facilities, (e) Coleman Young Airport, (f) Joe Louis Arena, (g) Belle Isle, and (h) City-owned land referenced in section VII.A.5(b) of the Disclosure Statement.

OBJECTIONS AND RESPONSE TO REQUEST NO. 100:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

F. Revenue Projections

101. All Documents and Communications concerning the development and formulation of the City's Projections attached as Exhibits I and J to the Disclosure Statement, including, without limitation, the assumptions underlying the Projections, and the anticipated or potential impact on the Projections with respect to any changes made to these assumptions.

OBJECTIONS AND RESPONSE TO REQUEST NO. 101:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

102. All Documents and Communications concerning the historical tax revenues and chargebacks from Wayne County from 2000 to present.

OBJECTIONS AND RESPONSE TO REQUEST NO. 102:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

103. All Documents and Communications concerning any research or analysis conducted by or for the City related to its ability (or inability) to raise additional revenue through (a) increases of existing taxes, assessments, or user fees; (b) the levying of new taxes, assessments, or user fees; or (c) otherwise.

OBJECTIONS AND RESPONSE TO REQUEST NO. 103:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

104. The Assessing Division Corrective Action Plan, including all drafts and exhibits thereto.

OBJECTIONS AND RESPONSE TO REQUEST NO. 104:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

105. All Documents and Communications concerning the calculations and/or determinations of growth rates relevant to the income tax revenue projections included in the most recent Ten-Year Summary of Restructuring Initiatives, including, without limitation, all documents and communications supporting any assumptions included in the Ten-Year Summary as to: (a) the City's population growth; (b) employment in the City and its allocation between residents and non-residents; and (c) average wage assumptions.

OBJECTIONS AND RESPONSE TO REQUEST NO. 105:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

106. All Documents and Communications concerning the calculations and/or determinations of growth rates relevant to the property tax revenue projections included in the most recent Ten-Year Summary of Restructuring Initiatives, including, without limitation, all documents and communications supporting any assumptions included in the Ten-Year Summary with respect to property tax revenues.

OBJECTIONS AND RESPONSE TO REQUEST NO. 106:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

107. All Documents and Communications concerning all research and/or analysis conducted by or for the City related to the impact of future development and/or tax revenue due to the Blight Initiative.

OBJECTIONS AND RESPONSE TO REQUEST NO. 107:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

108. All Documents and Communications concerning the calculations and/or determinations of growth rates relevant to the wagering tax revenue projections included in the most recent Ten-Year Summary of Restructuring Initiatives, including, without limitation, all documents and communications supporting any assumptions included in the Ten-Year Summary with respect to wagering tax revenues.

OBJECTIONS AND RESPONSE TO REQUEST NO. 108:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

109. All Documents and Communications concerning the calculations and/or determinations of growth rates relevant to the state revenue sharing projections included in the most recent Ten-Year Summary of Restructuring Initiatives, including, without limitation, all documents and communications supporting any assumptions included in the Ten-Year Summary with respect to state revenue sharing.

OBJECTIONS AND RESPONSE TO REQUEST NO. 109:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

110. All Documents and Communications concerning the calculations and/or assumptions made by the City with respect to the “General Funds” included in the most recent Ten-Year Summary of Restructuring Initiatives, including, without limitation, all Documents and Communications supporting any assumptions included in the Ten-Year Summary as to Enterprise Fund payments for POC Debt service, and Grant Revenue.

OBJECTIONS AND RESPONSE TO REQUEST NO. 110:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

111. All Documents and Communications concerning the likelihood of implementation of the Restructuring Initiatives in the Ten-Year Plan.

OBJECTIONS AND RESPONSE TO REQUEST NO. 111:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

112. All Documents and Communications concerning the development of the Ten-Year Plan.

OBJECTIONS AND RESPONSE TO REQUEST NO. 112:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

113. All Documents and Communications that support or refute the City's projection that the population will continue to decline through 2020.

OBJECTIONS AND RESPONSE TO REQUEST NO. 113:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

114. All Documents and Communications concerning the City's efforts to form Business Improvement Districts to generate revenue for, among other things, blight reduction, public safety, capital improvements, and/or "quality of life" issues.

OBJECTIONS AND RESPONSE TO REQUEST NO. 114:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

115. All Documents and Communications that support or refute the City's growth assumptions from 2015 through 2023.

OBJECTIONS AND RESPONSE TO REQUEST NO. 115:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

116. All Documents and Communications that support or refute the City's growth assumptions with respect to the casinos and wagering revenues.

OBJECTIONS AND RESPONSE TO REQUEST NO. 116:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

117. All Documents and Communications constituting the Property Assessment Valuation as of December 31, 2013.

OBJECTIONS AND RESPONSE TO REQUEST NO. 117:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

118. All Documents and Communications concerning the City's efforts to address the material weaknesses cited in the 2012 auditor's management letter regarding internal controls for financial and accounting operations.

OBJECTIONS AND RESPONSE TO REQUEST NO. 118:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

G. Claim Treatment, Recovery, & Value

119. All Documents and Communications concerning the City's estimate of the aggregate allowed amount of, and the recoveries on, the COP Claims and the basis for those estimates.

OBJECTIONS AND RESPONSE TO REQUEST NO. 119:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

120. All Documents and Communications constituting the Plan COP Settlement Documents.

OBJECTIONS AND RESPONSE TO REQUEST NO. 120:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

121. All Documents and Communications concerning the Plan COP Settlement Documents.

OBJECTIONS AND RESPONSE TO REQUEST NO. 121:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

122. All Documents and Communications concerning the City's estimate of the aggregate allowed amount of, and recoveries on, Other Unsecured Claims, and the basis for such estimate.

OBJECTIONS AND RESPONSE TO REQUEST NO. 122:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

123. All Documents and Communications concerning the City's estimate of the aggregate allowed amount of, and recoveries on, the GRS Pension Claims, and the basis for such estimate.

OBJECTIONS AND RESPONSE TO REQUEST NO. 123:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

124. All Documents and Communications concerning the City's estimate of the aggregate allowed amount of, and recoveries on, the PFRS Pension Claims, and the basis for such estimate.

OBJECTIONS AND RESPONSE TO REQUEST NO. 124:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

125. All Documents and Communications that support or refute the basis for the City providing a higher percentage of recovery to holders of GRS Pension Claims and PFRS Pension Claim than to other holders of Unsecured Claims including holders of COP Claims.

OBJECTIONS AND RESPONSE TO REQUEST NO. 125:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

126. All Documents and Communications concerning the City's decision to provide holders of GRS Pension Claims and PFRS Pension Claims recoveries in

the form of Cash and to provide other holders of Unsecured Claims recoveries in the form of notes.

OBJECTIONS AND RESPONSE TO REQUEST NO. 126:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

127. All Documents and Communications concerning the City's decision to provide proceeds from the DIA Settlement solely to holders of PFRS Pension Claims and GRS Pension Claims.

OBJECTIONS AND RESPONSE TO REQUEST NO. 127:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

128. All Documents and Communications concerning the City's decision to provide proceeds from the State Contribution Agreement solely to holders of PFRS Pension Claims and GRS Pension Claims.

OBJECTIONS AND RESPONSE TO REQUEST NO. 128:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

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or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

129. All Documents and Communications concerning the basis of the classification and treatment of claims held by the Downtown Development Authority.

OBJECTIONS AND RESPONSE TO REQUEST NO. 129:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

130. All Documents and Communications concerning all research and/or analysis conducted by or for the City related to the validity, enforceability, or potential impairment of the claims held by the Downtown Development Authority against the City.

OBJECTIONS AND RESPONSE TO REQUEST NO. 130:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

131. All Documents and Communications concerning the City's calculations of the estimated percentage recoveries for each Class of Unsecured Claims.

OBJECTIONS AND RESPONSE TO REQUEST NO. 131:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

132. The Plan of Adjustment – 40 year projections, dated 03/30/2014 (the **“40 Year Projections”**).

OBJECTIONS AND RESPONSE TO REQUEST NO. 132:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

133. All Documents and Communications concerning the 40-Year Projections, including without limitation all prior and subsequent drafts thereof, and all documents and communications concerning the assumptions made by the City in formulating the 40 Year Projections, including with respect to appropriate discount rates for calculating projected recoveries under the Plan.

OBJECTIONS AND RESPONSE TO REQUEST NO. 133:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

134. All Documents and Communications concerning the City's analysis of the estimated percentage recoveries for each Class of Unsecured Claims, assuming the City's chapter 9 case is dismissed and creditors are left to pursue their state law remedies.

OBJECTIONS AND RESPONSE TO REQUEST NO. 134:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

H. The Value of the Notes

135. All Documents and Communications concerning the City's valuation of the New B Notes.

OBJECTIONS AND RESPONSE TO REQUEST NO. 135:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

136. All Documents and Communications concerning the present value of the New B Notes, including the discount rate used in connection with calculating such value.

OBJECTIONS AND RESPONSE TO REQUEST NO. 136:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

I. PLA Status

137. All Documents and Communications concerning the status of the transition of the operation and maintenance of the City's public lighting system to the PLA or PLA's efforts to construct and improve the public street lighting system, including, without limitation, the City's current estimate of the number of street lights that currently are not functioning.

OBJECTIONS AND RESPONSE TO REQUEST NO. 137:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

J. Operational Improvements

138. All Documents and Communications concerning the City's efforts to improve operational efficiency and realize cost savings from improvements in operational efficiency.

OBJECTIONS AND RESPONSE TO REQUEST NO. 138:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

139. All Documents and Communications concerning any research and/or analysis prepared by or for the City related to efforts to reduce the City's labor costs from January 1, 2009 to the present, whether implemented, considered, or proposed.

OBJECTIONS AND RESPONSE TO REQUEST NO. 139:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

K. Pension Claims/OPEB Claims

140. All Documents and Communications concerning the City's annual contributions to the PFRS and GRS pension plans from 2004 to present.

OBJECTIONS AND RESPONSE TO REQUEST NO. 140:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

141. All Documents and Communications concerning the City's projected annual contributions to the PFRS and GRS for retirement benefits following confirmation of the Plan through December 31, 2034, based on the actuarial assumptions used by the PFRS and GRS, respectively, before the Petition Date.

OBJECTIONS AND RESPONSE TO REQUEST NO. 141:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

142. All Documents and Communications concerning the City's projected annual contributions to the PFRS and GRS for retirement benefits following confirmation of the Plan through December 31, 2034, based on the actuarial assumptions used by the City in formulating the Plan.

OBJECTIONS AND RESPONSE TO REQUEST NO. 142:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

143. All Documents and Communications concerning the GRS Hybrid Pension Formula and the PFRS Hybrid Pension Formula, including, without limitation, (a) documents and communications that reflect the analysis conducted to derive those formulas, and (b) the figures and results such formulas may yield.

OBJECTIONS AND RESPONSE TO REQUEST NO. 143:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

144. All Documents and Communications concerning the sources of funding for the City's projected annual contributions to the PFRS and GRS pursuant to the Plan, assuming the DIA Settlement does not occur and/or the full amount of the DIA Settlement proceeds or the State Contribution is not received.

OBJECTIONS AND RESPONSE TO REQUEST NO. 144:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

145. All Documents and Communications concerning the calculation of the OPEB Claims (both PFRS and GRS) reflected in the Disclosure Statement, the Plan, and any Plan Supplement, including, without limitation, the underlying assumptions and methods used in the calculations.

OBJECTIONS AND RESPONSE TO REQUEST NO. 145:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

146. All Documents and Communications reflecting the total amount of OPEB Claims (both PFRS and GRS) paid or projected to be paid from the Petition Date to the Effective Date.

OBJECTIONS AND RESPONSE TO REQUEST NO. 146:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

147. All disability audits for PFRS and GRS.

OBJECTIONS AND RESPONSE TO REQUEST NO. 147:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

148. All Documents and Communications concerning the basis for using a 6.25% discount rate for GRS, and a 6.50% discount rate for PFRS, including, without limitation, all assumptions made by the City in formulating these discount rates, and any other information supporting or refuting such rates.

OBJECTIONS AND RESPONSE TO REQUEST NO. 148:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

149. All Documents and Communications that support or refute the City's decision to classify OPEB allowable to active employees as a claim.

OBJECTIONS AND RESPONSE TO REQUEST NO. 149:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

150. The experience analysis covering the period July 1, 2002 through July 30, 2007 referenced in the GRS Actuarial Report of June 30, 2011.

OBJECTIONS AND RESPONSE TO REQUEST NO. 150:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

151. The most recent experience study for each of GRS and PFRS.

OBJECTIONS AND RESPONSE TO REQUEST NO. 151:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

152. All Documents and Communications concerning the GRS Accrued Liability Fund, including all Documents and Communications concerning (a) the balance of such fund from inception to date, (b) withdrawals from such fund, and (c) how the amounts in such fund factor into recoveries under the Plan.

OBJECTIONS AND RESPONSE TO REQUEST NO. 152:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

153. All Documents and Communications concerning the PFRS Accrued Liability Fund, including all documents and communications concerning (a) the balance of such fund from inception to date, (b) withdrawals from such fund, and (c) how the amounts in such fund factor into recoveries under the Plan.

OBJECTIONS AND RESPONSE TO REQUEST NO. 153:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

154. All Documents and Communications exchanged with Milliman, Inc., from January 1, 2010 to present.

OBJECTIONS AND RESPONSE TO REQUEST NO. 154:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

155. All Documents prepared by Milliman, Inc., from January 1, 2010 to present.

OBJECTIONS AND RESPONSE TO REQUEST NO. 155:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

156. All actuarial reports for each of GRS and PFRS from January 1, 2010 to present.

OBJECTIONS AND RESPONSE TO REQUEST NO. 156:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

157. The Report of Joseph Esuchanko dated March 8, 2011, including all exhibits and attachments thereto.

OBJECTIONS AND RESPONSE TO REQUEST NO. 157:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

158. All Documents and Communications concerning and related to a potential successful claim against the GRS and the PFRS to disgorge the proceeds received in connection with the 2005 and 2006 COPs transactions.

OBJECTIONS AND RESPONSE TO REQUEST NO. 158:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

159. All Documents and Communications concerning the estimated UAAL for the GRS and the PFRS, assuming the GRS and the PFRS are required to disgorge any or all proceeds received in connection with the 2005 and 2006 COPs transactions.

OBJECTIONS AND RESPONSE TO REQUEST NO. 159:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

160. All Documents and Communications concerning the estimated percentage recoveries for each Class of Unsecured Claims, assuming the GRS and the PFRS are required to disgorge any or all proceeds received in connection with the 2005 and 2006 COPs transactions.

OBJECTIONS AND RESPONSE TO REQUEST NO. 160:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

161. All Documents and Communications concerning how the City fund the UAAL of the GRS and the PRFS in the event the GRS and the PFRS are required to disgorge any or all of the proceeds received in connection with the 2005 and 2006 COPs transactions.

OBJECTIONS AND RESPONSE TO REQUEST NO. 161:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

L. Releases and Exculpation

162. All Documents and Communications concerning any claim that is subject to a release or exculpation in the Plan, including, without limitation, any claim held by the City or any creditors holding Pension Claims against the State of Michigan with respect to the State of Michigan's obligations concerning funding of any of the Pension Claims.

OBJECTIONS AND RESPONSE TO REQUEST NO. 162:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

163. All Documents and Communications concerning the potential liability to the City of any person or entity that would be entitled to a release or exculpation as proposed by the Plan.

OBJECTIONS AND RESPONSE TO REQUEST NO. 163:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

M. Exit Facility

164. All Documents and Communications concerning the terms of the Exit Facility, including, without limitation, (a) the status of the City's efforts to obtain an Exit Facility, (b) the principal amount of financing sought, (c) the interest rate the City has requested, (d) the assets that the City proposes to have serve as collateral for the Exit Facility, (e) the maturity date, and (f) the intended use of the proceeds of the Exit Facility.

OBJECTIONS AND RESPONSE TO REQUEST NO. 164:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

165. All Documents and Communications concerning any attempts by the City to obtain the Exit Facility, including, without limitations, (a) all documents and communications reflecting any requests for proposals ("RFPs") sent to financial institutions and other indications of interest by potential lenders, (b) proposed security packages, (c) the terms of the proposals received in response to the RFPs, (d) comparisons of the proposals, and (e) negotiations with financial institutions.

OBJECTIONS AND RESPONSE TO REQUEST NO. 165:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

N. Governance

166. All Documents and Communications concerning any restrictions or limitations on, or oversight of, the management and operations of the City after its emergence from Chapter 9.

OBJECTIONS AND RESPONSE TO REQUEST NO. 166:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

167. All Documents and Communications concerning and related to the completion of Kevyn Orr's 18-month term as emergency manager pursuant to Public Act 436.

OBJECTIONS AND RESPONSE TO REQUEST NO. 167:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

168. All Documents and Communications concerning and related to whether the City's mayor and/or the City Council will be required to implement the Plan and the City's budget, including the Restructuring and Reinvestment Initiatives attached to the Disclosure Statement as Exhibit I.

OBJECTIONS AND RESPONSE TO REQUEST NO. 168:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

O. Plan Development

169. All Documents and Communications concerning the City's negotiations with creditors over the terms of the Plan.

OBJECTIONS AND RESPONSE TO REQUEST NO. 169:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody, or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

170. All Documents and Communications concerning compromises the City reached with creditors over the terms of the Plan.

OBJECTIONS AND RESPONSE TO REQUEST NO. 170:

Subject to and without waiving the general objections noted above, the City responds that it will produce non-privileged documents in its possession, custody,

or control, to the extent they exist, that are reasonably responsive to this request, as the City understands it.

Dated: May 6, 2014

Respectfully submitted,

/s/ Bruce Bennett
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ATTORNEYS FOR THE CITY OF
DETROIT

Certificate of Service

I, Bruce Bennett, hereby certify that the foregoing City of Detroit's Objections and Responses to EEPK, FMS, Wilmington Trust, and FGIC's First Request for Production of Documents in Connection With the Plan for the Adjustment of Debts of the City of Detroit was filed and served via the Court's electronic case filing and noticing system on this 6th day of May, 2014.

Dated: May 6, 2014

/s/ Bruce Bennett
Bruce Bennett